

LOJAS RENNER S.A.

CNPJ/ME No. 92.754.738/0001-62

NIRE 43.300.004.848

PUBLICLY-HELD COMPANY WITH AUTHORIZED CAPITAL

MINUTES OF THE BOARD OF DIRECTORS' MEETING

HELD ON APRIL 19, 2021

1. DATE, TIME AND PLACE: On April 19, 2021 at 7 am, by video conference, as permitted by article 18 of Lojas Renner S.A.'s Bylaws ("Company").

2. CALL AND ATTENDANCE: all members of the Company's Board of Directors ("Board") were in attendance.

3. CHAIR AND SECRETARY: Mr. José Galló, Chairman; and Mr. João Carlos Turella, Secretary.

4. AGENDA: (a) resolve on the proposal for the announcement and payment of the Company's periodical dividends; and (b) resolve, pursuant to the set forth in article 19 of the Company's Bylaws, on the primary public offering, with restricted placement efforts, under the terms of CVM Ruling No 476, dated as of January 16, 2009, as amended ("CVM Ruling 476"), of common, nominative, book-entry shares, without par value ("Common Shares" or "Shares") issued by the Company ("Restricted Offering").

5. RESOLUTIONS: With the meeting already instated, the Board members examined the topics on the agenda and resolved on:

(a) the **approval**, based on the documents presented to the Directors and under the terms of article 19, item XXVI of the Company's Bylaws, of the announcement and payment, *ad referendum* of the Annual General Shareholders' Meeting to be held on April 29, 2021, of periodical dividends, based on the profits assessed in the financial statements of December 31, 2020, in the amount of R\$ 271,516,495.09 (two hundred and seventy-one million, five hundred and sixteen thousand, four hundred and ninety-five Reais and nine cents), corresponding to 27.8% of the adjusted net profit based on the financial statements of December 31, 2020, with the addition of dividends already due of R\$ 191,178.15 (one hundred and ninety-one thousand, one hundred and seventy-eight Reais and fifteen cents), totaling the amount of R\$ 271,707,673.24 (two hundred and seventy-one million, seven hundred and seven thousand, six hundred and seventy-three Reais and twenty-four cents). From such amount, R\$ 240,818,200.02 (two hundred and forty million, eight hundred and eighteen thousand, two hundred Reais and two cents) shall be deducted

since they have already been paid as interest on equity at the Board meetings of March 16, 2020, June 18, 2020, September 17, 2020 and December 15, 2020, in which case the shareholders shall be entitled to dividends in the amount of R\$ 30,889,473.22 (thirty million, eight hundred and eighty-nine thousand, four hundred and seventy-three Reais and twenty-two cents) as a result of the resolution at this meeting, equivalent to R\$0.03894 per common share, considering that the treasury shares, on the relevant date, have already been excluded for purposes of this calculation.

The shareholders entitled to these dividends approved herein shall be the ones who are registered with the Company at the end of the following date (including): April 23, 2021. In this sense, as from April 26, 2021 (including), the Company shares shall be traded “*Ex-Dividendos*”. Lastly, the Directors authorize the executive board to adopt the necessary measures for the publication of the relevant Notice to the Shareholders (*Aviso aos Acionistas*) to disclose to the market the resolution taken herein, as well as the update of the Management’s Proposal (*Proposta da Administração*), support material for the Annual General Shareholders’ Meeting.

(b) the **approval** of the Restricted Offering, in accordance with the main terms and conditions described below:

(i) the Restricted Offering shall consist of a primary public offering of, initially 102,000,000 Shares (“Base Offering Shares”), with restricted placement efforts, to be performed in the Federal Republic of Brazil (“Brazil”), at a non-organized over-the-counter market, in accordance with the procedures of CVM Ruling 476, the “*ANBIMA Code of Regulations and Best Practices for the Structuring, Coordination and Public Offering of Securities and Public Offerings for the Acquisition of Securities*” currently in force, issued by the Brazilian Association of the Financial and Capital Markets Entities (*Associação Brasileira das Entidades dos Mercados Financeiro e de Capitais – ANBIMA*) (“ANBIMA Code”, and “ANBIMA”, respectively) and other applicable laws, including the Novo Mercado Regulation from B3 S.A. – Brasil, Bolsa, Balcão (“Novo Mercado Regulation” and “B3”, respectively) and the Directive Release 087/2014-DP, issued by B3, on November 28, 2014 (“Directive Release 87/2014”), under the coordination of Banco Itaú BBA S.A. (“Leader Agent”), Banco BTG Pactual S.A. (“BTG Pactual”), Banco J.P. Morgan S.A. (“J.P. Morgan”), Banco Morgan Stanley S.A. (“Morgan Stanley”) and Banco Santander (Brasil) S.A. (“Santander” and, together with the Leader Agent, BTG Pactual, J.P. Morgan, Morgan Stanley and Santander, the “Agents”), under the terms of the “*Contrato de Coordenação, Colocação e Garantia Firme de Liquidação da Oferta Pública Primária com Esforços Restritos de Distribuição Ações Ordinárias de Emissão da Lojas Renner S.A.*” to be entered into by and between the Company and the Agents (“Placement Agreement”);

(ii) simultaneously, efforts to place Shares abroad shall also be made by Itau BBA USA Securities, Inc., BTG Pactual US Capital, LLC, J.P. Morgan Securities LLC, Morgan Stanley & Co. LLC and Santander Investment Securities Inc. (together, “International Agents”): (i) in the United States of America (“US”), exclusively to qualified institutional buyers, resident and domiciled in the US, as defined in Rule 144A, issued by the U.S. Securities and Exchange Commission (“SEC”), in transactions that are exempt from registrations, set forth in the 1933 U.S. Securities Act, as amended (“Securities Act”) and the regulations issued to support the Securities Act; and (ii) in countries other than the US and Brazil to investors who are considered to be non-residents or domiciled in the US or not incorporated in accordance with the laws of such country (non-U.S. persons), under the terms of Regulation S, issued by the SEC, in the context of the Securities Act, and in observance of the applicable legislation of the country in which each investor is domiciled (investors described in items (i) and (ii) above, together, the “Foreign Investors”), who, in any case, invest in Brazil in accordance with the investment mechanisms regulated by the Brazilian National Monetary Council (*Conselho Monetário Nacional – CMN*), the Brazilian Central Bank and/or CVM, without the need for the request and attainment of an offering registration for the Shares before an agency or an entity that regulates the capital markets in such country, including before the SEC. The efforts to place the Shares to Foreign Investors, exclusively abroad, shall be performed under the terms of the “*Placement Facilitation Agreement*” to be entered into by and between the Company and the International Agents (“International Placement Agreement”);

(iii) until the date (including) of the completion of the Bookbuilding Procedure (as defined below), the amount of Base Offering Shares may, in the Company’s discretion, and in agreement with the Agents, be increased up to 35%, i.e., in up to 35,700,000 common shares issued by the Company, under the same conditions and price of the Base Offering Shares, which shall be destined to comply with a possible excess in the demand that may be assessed at the time of the determination of the price per Share (“Additional Shares”);

(iv) the issuance of the Shares shall be performed with the exclusion of the preemptive right of its current shareholders, under the terms of article 172, item I of Law No 6,404, dated as of December 15, 1976 (“Corporations Law”), and article 9 of the Company’s Bylaws;

(v) under the terms of article 9-A, item I, of CVM Ruling 476, the Shareholders shall be entitled to the priority to subscribe the Shares (“Subscription Priority”) up to the totality of the Shares actually offered, considering the Additional Shares, and observing the limit of their proportional stake in the Company’s corporate capital (“Priority Offering”);

(vi) the price per Share shall be determined after the completion of the of the collection of investment intentions before institutional investors, to be performed, in Brazil, by the Agents, under the terms of the Placement Agreement, and abroad, by the International Agents, under the terms of the International Placement Agreement, and approved by the Board (“Bookbuilding Procedure” and “Share Price”, respectively);

(vii) the Share Price and the actual increase in the Company’s corporate capital, within the limitation of the authorized capital set forth in the Company’s Bylaws, as well as the assessment and ratification of the capital increase, shall be approved at a meeting of this Board to be held after the completion of the Bookbuilding Procedure;

(viii) the Base Offering Shares and additional shares (if applicable) shall only be vested with dividend rights and other proceeds of any nature that the Company may announce as from the pricing of the Restricted Offering, and the investors shall not have rights upon any of the dividends announced at this Board meeting. They shall also not be entitled to take part in the Annual General Shareholders’ Meeting called for April 29, 2021, since the Restricted Offering’s liquidation is only scheduled to occur on May 04, 2021; and

(ix) the net proceeds arising out of the Restricted Offering shall be destined to the (i) development and strengthening of the Company’s fashion and lifestyle ecosystem through organic and inorganic initiatives; (ii) continuity of the digitalization of the Company’s core procedures and development of its omnichannel; (iii) construction of a new distribution center; (iv) expansion of stores (Omni Hubs); (v) expansion of financial services offered by Realize Crédito Financiamento e Investimento S.A.; and (vi) flexibility to make investments (organic and / or inorganic); any surplus net proceeds shall be used for the strengthening of the cash flow position and the ordinary management of the Company’s business.

6. APPROVAL AND SIGNATURE OF THE MINUTES: as there were no further matters to be addressed, the meeting was adjourned, and the minutes were drawn up. Then, the meeting resumed, and the minutes were read, approved, and undersigned by the chairman and the secretary, as well as all the attending directors, namely: José Galló, Osvaldo Burgos Schirmer, Carlos Fernando Couto de Oliveira Souto, Fábio de Barros Pinheiro, Alexandre Vartuli Gouvea, Christiane Almeida Edington, Thomas Bier Herrmann and Juliana Rozenbaum Munemori.

Porto Alegre, April 19, 2021.

José Galló
Chairman

Oswaldo Burgos Schirmer
Vice-Chairman

Carlos Fernando Couto de Oliveira Souto
Director

Fábio de Barros Pinheiro
Director

Thomas Bier Herrmann
Director

Juliana Rozenbaum Munemori
Director

Christiane Almeida Edington
Director

Alexandre Vartuli Gouvea
Director

João Carlos Turella
Secretary